

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF OKLAHOMA**

IN RE:)	
)	
GREEN COPPER HOLDINGS, LLC)	CASE NO. 25-10088-T
EIN # xx-xxx9708)	Chapter 7
)	
)	
Debtor.)	

**TRUSTEE’S NOTICE AND MOTION TO SUBSTANTIVELY CONSOLIDATE
COPPER TREE INC. CASE NO. 25-10084-T AND NOTICE OF OPPORTUNITY FOR
HEARING**

Comes now the Trustee and states:

1. Copper Tree Inc. (“Copper Tree”) is a Debtor in Case No. 25-10084-T pending in the United States Bankruptcy Court for the Northern District of Oklahoma.
2. Copper Tree is allegedly the parent of the Debtor in these proceedings. The Trustee in these proceedings is also the Trustee in Copper Tree. Upon information and belief, the Trustee asserts that the control persons of Copper Tree are one and the same as the control persons of the Debtor in this proceeding.
3. This matter involves the Trustee’s claims seeking substantive consolidation of Copper Tree into these proceeding pursuant to 11 U.S.C. § 105.
4. In the matter of *In re Limited Gaming of Am.* 228 B.R. 275, 286 (Bankr. N. D. Okla. 1998), the court provided the following:

“The equitable power of a bankruptcy court to order the substantive consolidation of two or more bankruptcy estates has been long recognized. See *Holywell Corp. v. Bank of New York (In re Holywell)*, 59 B.R. 340, 346 (S.D. Fla. 1986) (citations omitted).”

At 287 the court provided:

“Under this standard, the proponent of substantive consolidation must show that (1) there is substantial identity between the entities to be consolidated; and (2) consolidation is necessary to avoid harm or to realize some benefit. When this showing is made, a presumption arises ‘that creditors have not relied solely on the credit of one of the entities involved.’”

See also AHF Development 462 B.R. 186, 195-96(Bankr. N.D. Tex. 2011) (citing 1 COLLIER ON BANKRUPTCY § 105.09[2][a] (16th ed. 2010); *Union Sav. Bank v. Augie/Restivo Baking Co. Ltd (In re Augie/Restivo Baking Co. Ltd)* 860 F.2d 515, 519 (2nd Cir. 1988).

5. There is substantial identity between the Debtor and Copper Tree:
 - a. the control persons are the same;
 - b. prior to the commencement of these proceedings there had been comingling of assets and monies between the two entities;
 - c. as the schedules reflect, most of the creditors are listed as creditors of both entities; and
 - d. the tax consequences of the Debtor’s transactions flow through to Copper Tree.
6. Substantive consolidation will result in less administrative costs and thus a more efficient administration of the two estates.
7. The Trustee asserts that substantive consolidation of the two Debtors is in the best interest of all interested parties.
8. The Trustee intends to seek an order of the Court substantively consolidating Copper Tree with this estate unless an interested and necessary party objects and requests a hearing on the matter within 24 days of the filing of this pleading.

NOTICE OF OPPORTUNITY FOR HEARING - Your rights may be affected. You should read this document carefully and consult your attorney about your rights and the effect of this document. If you do not want the Court to grant the requested relief, or you wish to have your views considered, you must file a written response or objection to the requested relief with the Clerk of the United States Bankruptcy Court for the Northern District of Oklahoma, 224 South Boulder, Tulsa, Oklahoma 74103 no later than 24 days from the date of filing of this request for relief. You should also serve a file-stamped copy of your response or objection to the undersigned movant/movant's attorney [and others who are required to be served] and file a certificate of service with the Court. If no response or objection is timely filed, the Court may grant the requested relief without a hearing or further notice. The 24-day period includes the three (3) days allowed for mailing provided for in Fed. R. Bankr. P. 9006(f).

Respectfully Submitted by:

/s/ Patrick J. Malloy III
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